



PRESS RELEASE

ASTALDI: BoD APPROVES CONSOLIDATED RESULTS AT 30 JUNE 2021

- **Consolidated Operating Results at 30 June 2021:**
 - Order Backlog: EUR 8.5 billion, of which EUR 6.7 billion for construction and the remaining EUR 1.8 billion for O&M contracts
 - New Orders: EUR 1.1 billion, for new contracts and changes to existing contracts
 - Total Revenue: EUR 833.3 million
 - EBITDA: EUR 25.1 million
 - Comprehensive Net Financial Position: positive and equal to EUR 124.6 million

Rome, 27 July 2021 – The Board of Directors of Astaldi S.p.A. approved the consolidated results at 30 June 2021.

Order Backlog at 30 June 2021

At 30 June 2021, the Group's Order Backlog amounted to EUR 8.5 billion, of which EUR 6.7 billion (78% of total) for Construction and EUR 1.8 billion (22% of total) for O&M contracts. At the same date, as regards a geographical breakdown, approximately EUR 4.3 billion (51% of total) of the Group's Order Backlog referred to Italy and EUR 4.2 billion (49% of total) to international activities in Europe (Romania, Poland, Sweden, Turkey), the American Continent (Chile, Canada, USA, Paraguay), Africa (Algeria) and Asia (India). The figures listed above are to be taken as referring to the Scope of Continuity, as defined in the Composition Plan and Proposal.

During the half-year, the Order Backlog recorded an increase of approximately EUR 1.1 billion of net increases with Italy accounting for EUR 793 million of the total and international activities for the remaining EUR 301 million, mainly in Europe and the American Continent. New Orders include (i) two railway contracts in Italy, to double the Giampilieri–Fiumefreddo section of high-capacity Palermo–Messina–Catania line referred to the 2nd Operational Section Taormina–Giampilieri (EUR 251 million corresponding to Astaldi's interest) and the 1st Operational Section Fiumefreddo–Taormina/Letojanni (EUR 160 million corresponding to Astaldi's interest), and (ii) two new contracts for the Naples-Bari high-speed railway line, specifically the Orsara–Bovino section (EUR 92 million corresponding to Astaldi's interest) and the Orsara–Hirpinia section (approx. EUR 269 million corresponding to Astaldi's interest).

New Orders do not yet include the contract worth EUR 315 million as regards Astaldi's interest, for the executive design and construction of Section B2 (12.7 kilometres of route from Lentate sul Seveso to Cesano Maderno) and Section C (20 kilometres of route from Cesano Maderno to Milan's Tangenziale Est A-51) of the Pedemontana Lombarda motorway in Italy.

Consolidated results at 30 June 2021

Group's economic performance

At 30 June 2021, total revenue amounted to EUR 833.3 million, up by approx. 27% YOY (EUR 656.8 million at 30 June 2020). 44% of revenue from contracts with customers can be attributed to activities in Italy and the remaining 56% to foreign projects (mainly, Europe and the American Continent).

Production in Italy mostly referred to progress made on high-speed railway and road projects and to the positive performance of O&M activities. As regards Europe, there was a positive input from contracts in Romania (railways and bridges), Poland (roads and waste-to-energy plant), Turkey (healthcare construction) and Sweden (railways). Production in America mainly involved projects in the United States (motorways), Canada (railways and civil construction) and Chile (mining). As regards international activities, contributions from Asia (India) and Africa (Algeria) must also be mentioned.

At 30 June 2021, EBITDA stood at EUR 25.1 million with an EBITDA margin of 3% (EUR 66.3 million and 10.1% margin at 30 June 2020). The half-yearly figure includes EUR 11.4 million of downward adjustment in the value of the contract assets arising from the agreement entered into with RFI in June which saw the full, final and complete reconciliation and settlement of some two-way disputes mostly concerning works related to Naples-Afragola high-speed station and the Milan Rail Link which allowed for the disinvestment of slow-moving items. Personnel expenses include, inter alia, the effects of the corporate collective agreement to incentivise the termination of employment relationships involving managers of the Rome office.

At 30 June 2021, EBIT recorded a loss of EUR 7.4 million (positive and equal to EUR 4.7 million at 30 June 2020).

The half-yearly figures include a contingent asset resulting from the restructuring of debt exposure as regards operating assets, amounting to EUR 8.4 million following approval of the composition of Astaldi and some of its investees.

Financial activities generated net financial charges of EUR 28 million (EUR 49.8 million at 30 June 2020), with a drop in the incidence on revenue from 7.6% at 30 June 2020 to 3.4%.

Tax expense for the reporting period are estimated at approximately EUR 58 million (EUR 4.5 million at 30 June 2020), with a YOY increase that includes the estimated effects of the partial demerger.

The net result from discontinued operations shows a cost of EUR 3.5 million (cost of EUR 31.8 million at 30 June 2020) which includes the effects of reclassification among discontinued operations of income items attributable to abandoned areas/projects or ones identified as set to close, in compliance with the Composition Plan and Proposal (i.e., Russia, Honduras, other minor countries).

The aforementioned trends generated a loss attributable to owners of the Parent of EUR 90 million, compared to a loss of EUR 83.8 million at 30 June 2020.

Financial performance of the Group

At 30 June 2021, net invested capital amounted to EUR 755.1 million (EUR 660 million at the end of 2020) up by EUR 95.1 million compared to the previous-year-end figure, mainly due to the trends reported below:

- total non-current assets down by EUR 74.2 million, from 362 million at 31 December 2020 to EUR 287.8 million.
- operating working capital up by EUR 170.9 million, standing at EUR 506.2 million from EUR 335.3 million at 31 December 2020.

Equity stood at EUR 885 million (EUR 975.8 million at 31 December 2020), as a result of the trends described above and taking into account that FY2020 includes the effects of the restructuring of debt exposure and the Capital Increase carried out by Webuild in November 2020.

Group's Net Financial Position

At 30 June, Net Financial Position is positive for EUR 124,6 million (positive for EUR 312.4 million at 31 December 2020).

The financial performance of the period reflects (i) the support guaranteed to the development of industrial activities of the main projects under construction in Italy, Chile, Romania, Poland and the United States, in addition to (ii) the trend of payments by Public Counterparties which the Group operates with, typically more concentrated in the second part of the year.

Outlook

On 14 March 2021 the corporate integration process between Webuild and Astaldi was initiated. This transaction represents the natural evolution of a project that has given continuity to a company of international standing, safeguarding employment levels and that brings together two important companies for the creation of a major player in Italian infrastructures capable of contributing to the infrastructure development of Italy. The integration transaction represents an additional important step of "Progetto Italia", a strengthening operation of the Italian construction sector.

As already announced by the Company, the Demerger Plan will be implemented in the next few days and, in a nutshell, includes the following:

- (a) Webuild will be the assignee of all Astaldi's assets, liabilities and legal relationships post-debt settlement that are not included in the Liquidation Perimeter, as defined in the Composition Agreement;
- (b) the assets, rights and obligations relating to the Liquidation Perimeter will remain with the Demerging Company, without prejudice to the restriction on use of the Liquidation Perimeter in accordance with the terms of Astaldi's Composition and ensuring, in any case, the complete protection of the creditors' claims included in Astaldi's composition, in compliance with the obligations undertaken by the latter pursuant to Astaldi's Composition;
- (c) none of Astaldi's shareholders will retain any interest in the Demerging Company (which, once the transaction will be completed, will be solely the owner of the Liquidation Perimeter aimed at satisfying the holders of equity financial instruments – *strumenti finanziari partecipativi* or *SFP*), as they will receive new ordinary shares of Webuild instead, on the basis of the exchange ratio. In fact, on the effective date of the demerger, Astaldi's shareholders will receive newly-issued Webuild ordinary shares, with cancellation of all Astaldi ordinary shares (including the shares owned by Webuild) and consequent delisting of Astaldi from the Mercato Telematico Azionario of Borsa Italiana S.p.A.;
- (d) any unsecured creditors of Astaldi that are recognised as such after the effective date of the demerger, will be entitled to receive ordinary shares of Webuild and will be entitled to receive equity financial instruments (*strumenti finanziari*

partecipativi or *SFP*) issued by Astaldi in connection with the Liquidation Perimeter, pursuant to Astaldi's Composition Agreement;

- (e) within the demerging transaction, Webuild shareholders, on the date immediately preceding the effective date of the transaction, will receive Webuild warrants which will entitle them to receive new Webuild shares in such a number that their shareholding remains unchanged in percentage terms, should new Webuild shares be issued in favour of additional unsecured creditors of Astaldi described in point (d) above. Webuild will also issue its own warrants to replace those assigned by Astaldi to certain lending banks in accordance with the Composition Proposal;
- (f) the share capital of the Demerging Company will be set to zero and simultaneously reconstituted by means of a new capital that will be entirely reserved for subscription by a newly incorporated foundation (the "**Foundation**"). The Foundation being the sole shareholder of the Demerging Company will continue to manage and orderly dispose of the Liquidation Perimeter's assets according to the provisions of the Composition Proposal.

It is planned that the demerging transaction will be implemented, through the execution of the demerging deed, only following the occurrence of the conditions precedent set out in the Demerging Plan (the issue by the Court of Rome of the measure certifying the execution of Astaldi's Composition and the issue by Astaldi's lending banks of the necessary waivers, inter alia). Without prejudice to the above, the effective date of the demerger for legal, accounting and tax purposes will be the first day of the month following the date on which the demerger deed will be registered with the Companies' Register of both companies which Webuild and Astaldi expect to occur by the end of July, in which case the demerger would become effective on 1 August 2021.

For further information, reference should be made to the documents made available by the Company on the demerger transaction and available on the corporate website www.astaldi.com, *Governance–Shareholders/Bondholders Meetings–Demerger Plan* and *Media–Press releases* sections).

Statement of Manager in charge of financial reporting pursuant to article 154-bis, subsection 2, of the Consolidated Finance Act

The Manager in Charge of Financial Reporting Paolo Citterio, hereby declares, pursuant to subsection 2 of article 154-bis of Legislative Decree No. 58/1998 (Consolidated Finance Act), that the accounting information contained herein tallies with accounting documents, ledgers and entries.

ASTALDI – WEBUILD GROUP is one of the main Contractors worldwide in the field of complex and strategic infrastructure projects. Active for 95 years at an international level, the Group develops initiatives within the fields of design, construction and management of public infrastructures and large civil engineering works, mainly in the areas of Transportation Infrastructures, Energy Production Plants and Civil and Industrial Buildings, Facility Management, Plant Design and Engineering and Complex Systems Management. Listed on the Milan Stock Exchange since 2002, and subject to direction and coordination of Webuild S.p.A., Astaldi is based in Italy and operates mainly in Europe (Poland, Romania) and Turkey, Africa (Algeria), North America (Canada and the United States), Latin America (Chile and Paraguay) and Asia (India).

FOR FURTHER INFORMATION:

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Reclassified Consolidated Income Statement – Astaldi Group

(figures shown in thousands of Euro)	30/06/2021	% on total revenue	30/06/2020	% on total revenue
Revenue from contracts with customers	801,923	96.2%	607,020	92.4%
Other operating revenue	31,362	3.8%	49,763	7.6%
Total Revenue	833,285	100.0%	656,783	100.0%
Production cost	(687,978)	-82.8%	(480,095)	-73.1%
Added Value	145,306	17.4%	176,688	26.9%
Personnel expenses	(111,870)	-13.4%	(118,740)	-18.1%
Other operating costs	(9,248)	-1.1%	(17,779)	-2.7%
Change in capitalised costs for fulfilling future contracts	69	0.0%	(33)	0.0%
Share of profits (losses) of joint ventures and associates	852	0.1%	26,152	4.0%
EBITDA	25,109	3.0%	66,288	10.1%
Amortisation and depreciation	(18,462)	-2.2%	(30,766)	-4.7%
Provisions	(9,382)	-1.1%	(17,031)	-2.6%
Impairment losses	(4,624)	-0.6%	(13,799)	-2.1%
Capitalised costs for internal constructions	--	0.0%	--	0.0%
EBIT	(7,359)	-0.9%	4,692	0.7%
Contingent asset resulting from restructuring of debt exposure of continuing operations	8,428	1.0%	0	0.0%
Net financial income and expense	(28,054)	-3.4%	(49,789)	-7.6%
Pre-tax profit / (loss)	(26,985)	-3.2%	(45,097)	-6.9%
Tax expense	(57,996)	-7.0%	(4,515)	-0.7%
Contingent asset resulting from restructuring of debt exposure of discontinued operations	--	0.0%	--	0.0%
Profit / (Loss) from discontinued operations	(3,532)	-0.4%	(31,759)	-4.8%
Profit / (Loss) for the year	(88,513)	-10.6%	(81,372)	-12.4%
Profit / (Loss) attributable to non-controlling interests	1,512	-0.2%	2,417	-0.4%
Profit / (Loss) attributable to owners of the Parent	(90,025)	10.8%	(83,789)	12.8%

Reclassified Consolidated Statement of Financial Position – Astaldi Group

figures shown in thousands of Euro)	30/06/2021	31/12/2020
Non-current assets	26,176	35,139
Property, plant, equipment and investment Property	61,276	61,180
Equity investments	90,521	88,152
Other net non-current assets	96,716	159,318
Non-current assets held for sale	10,080	9,933
Liabilities directly associable with non-current assets held for sale	(14,758)	(15,111)
Non-current assets Rights of use	17,791	23,440
TOTAL Non-current assets (A)	287,802	362,051
Inventories	36,039	38,675
Contract work in progress	917,951	927,083
Trade receivables	515,616	379,178
Amounts due from customers	396,915	351,735
Other assets	276,765	296,959
Tax assets	90,707	79,271
Payment on account from customers	(606,824)	(693,978)
Subtotal	1,627,170	1,378,923
Trade payables	(145,449)	(116,664)
Amounts due to suppliers	(649,177)	(594,566)
Other liabilities	(326,341)	(332,424)
Subtotal*	(1,120,967)	(1,043,655)
Operating Working Capital (B)	506,203	335,269
Employee benefits	(6,008)	(6,189)
Non-current portion of provisions for risks and charges	(32,873)	(31,119)
Total Provisions (C)	(38,881)	(37,308)
Net Invested Capital (D) = (A) + (B) + (C)	755,123	660,012
Cash and cash equivalents	283,824	500,344
Current loan assets	172,970	130,120
Current financial liabilities	(184,452)	(165,315)
Non-current financial liabilities	(200,247)	(198,976)
Net financial debt of disposal groups	117	116
Net loans and borrowings (E)	72,211	266,290
Non-current loan assets	57,687	49,512
Total loans and borrowings (F)	129,898	315,802
Equity attributable to owners of the Parent	(881,367)	(973,628)
Equity attributable to non-controlling interests	(3,654)	(2,186)
Equity (G) = (D) - (F)	885,022	975,814

(*) Of which EUR -5.296 thousands (EUR -3.400 thousands at 31/12/2020) represented in the Net Financial Position on the basis of the new ESMA guidelines effective from 5 May 2021.

Consolidated Net Financial Position of Astaldi Group

	30/06/2021	31/12/2020*
A Cash on hand**	283 941	500 460
B Cash equivalents	0	0
C Other current financial assets	4 924	3 511
D Cash (A + B + C)	288 865	503 971
E Current financial liabilities (including debt instruments, but excluding the current portion of non-current financial liabilities)	(183 689)	(160 432)
F Current portion of non-current financial liabilities	(763)	(4.883)
G Current financial debt (E + F)	(184 452)	(165 315)
H Net current financial position (G+ D)	104 413	338 656
I Non-current financial liabilities (excluding current portion and debt instruments)	(200 247)	(198 976)
J Debt instruments	0	0
K Trade payables and other non-current payables	(5.296)	(3.400)
L Non-current financial debt (I + J + K)	(205 543)	(202 376)
M Total Financial Debt (H + L)	(101 130)	136 281
N Short-term loan assets	168 045	126 610
O Non-current loan assets	57 687	49 512
P Comprehensive Net Financial Position	124 602	312 402

* Values as per CONSOB's Notice no. 5/21 of 29 April 2021

** Including bank deposits classified under Non-current assets held for sale (Disposal Group)